

EXHIBIT A

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Boston Generating, LLC,
et al.,¹

Debtors.

Chapter 11

Case No. 10-14419 (SCC)

Jointly Administered

Related Docket No. ____

**ORDER AUTHORIZING THE DEBTORS TO ASSUME AND/OR ASSIGN CERTAIN
EXECUTORY CONTRACTS TO CONSTELLATION HOLDINGS, INC. OR ITS
AFFILIATE NUNC PRO TUNC TO THE CLOSING DATE OF THE SALE**

Upon consideration of the motion (the “**Motion**”)² of the Debtors for entry of an order authorizing the Debtors to assume and/or assign certain Executory Contracts *nunc pro tunc* to the Closing Date; and it appearing that the relief requested is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and it appearing that this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this Motion is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and adequate notice of the Motion and opportunity for objection having been given; and it appearing that no other notice need be given; and after due deliberation and sufficient cause therefore, it is hereby ORDERED that:

1. The Motion is granted as stated herein.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, include: Boston Generating, LLC (0631); EBG Holdings LLC (3635); Fore River Development, LLC (7933); Mystic I, LLC (0640); Mystic Development, LLC (7940); BG New England Power Services, Inc. (0476); and BG Boston Services, LLC (6921).

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

2. Buyer or its affiliate is authorized to pay the Cure Amounts listed on Schedule 1 attached hereto to the Executory Contract counterparties.

3. The Executory Contract counterparties are hereby deemed adequately assured of future performance by Buyer or its affiliate.

4. Upon payment of the Cure Amounts by Buyer or its affiliate to the Executory Contract counterparties, the Debtors are authorized to assume and/or assign to Buyer or its affiliate all of the Executory Contracts listed on Schedule 1 attached hereto *nunc pro tunc* to the Closing Date.

5. The requirements of Bankruptcy Rule 6006(d) are waived.

6. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. The Debtors and Buyer are authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

8. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: _____, 2010
New York, New York

Honorable Shelley C. Chapman
United States Bankruptcy Judge

SCHEDULE 1

Executory Contracts

	Contract Counterparties	Name of Contract	Contract Date	Notice Address	Brief Summary	Cure Amount
1.	Graver Technologies, LLC Boston Generating, LLC	Master Purchase Agreement No. 2010-MSA-0004	Effective date 2/11/2010	Mr. Wayne Norwood Pencader Industrial Park 200 Lake Drive Glasgow, DE 18702	Master Purchase Agreement	\$0
2.	Construction Products & Services Boston Generating, LLC	Master Services Agreement No. 2010-MSA-0007	Dated 2/22/2010	Construction Products & Services Attn: President or General Counsel 250 Industrial Driver Halifax, MA 02338	Master Services Agreement	\$7,284.39
3.	Aon Risk Services Northeast, Inc. Boston Generating LLC	Compensation Agreement*	December 1, 2010	William K. Carson, EVP Aon Risk Services, Inc. of Connecticut Energy 1600 Summer Street, 6 th Floor Stamford, CT 06905	Risk Management Support Services Agreement	\$0
4.	Aon Risk Services Northeast, Inc. Boston Generating LLC	Compensation Agreement*	September 1, 2010	William K. Carson, EVP Aon Risk Services, Inc. of Connecticut Energy 1600 Summer Street, 6 th Floor Stamford, CT 06905	Risk Management Support Services Agreement	\$0

	Contract Counterparties	Name of Contract	Contract Date	Notice Address	Brief Summary	Cure Amount
5.	Chubb Group of Insurance Companies Boston Generating, LLC	Energy Industries Insurance Coverage for Boston Generating, LLC*	9/01/2010 to 9/01/2011	Chubb Group of Insurance Companies Attn: President or General Counsel Claim Service Center 600 Independence Parkway, P.O. Box 4700 Chesapeake, Va. 23327-4700	2010 Policy Energies Industries Insurance Coverage (Liability Insurance for Energy Industries) Policy Number 3711-18-72 DTO	\$0
6.	Chubb Group of Insurance Companies Boston Generating, LLC	Chubb Commercial Excess and Umbrella Insurance*	9/01/2010 to 9/01/2011	Chubb Group of Insurance Companies, Attn: President or General Counsel Claim Service Center 600 Independence Parkway, P.O. Box 4700, Chesapeake, Va. 23327-4700	2010 Policy Commercial Excess and Umbrella Insurance Policy Number 7983-35-86	\$0
7.	Great American Insurance Group Boston Generating, LLC	Commercial Excess Liability Declaration Page/ Excess Liability Coverage Form*	9/01/2010 to 9/01/2011	Great American Insurance Group Administrative Offices Attn: President or General Counsel 580 Walnut Street Cincinnati, OH 45202	2010 Policy Commercial Excess Liability Insurance Policy No: EXC 2194310 Renewal of EXC 2194276	\$0
8.	Westchester Fire Insurance Company Boston Generating, LLC	Excess Insurance Policy Declarations/ Excess Insurance Policy*	9/01/2010 to 9/01/2011	ACE Westchester Claims- Attn: President or General Counsel P.O. Box 25152 Lehigh Valley, PA 18002-5152 (Claims or Loss Notices)	2010 Policy Excess Insurance Policy Declarations	\$0
9.	RSUI Indemnity Company	Commercial Excess Liability Policy*	9/01/2010 to 9/01/2011	RSUI Indemnity Company Attn: Claims Dept. 945 E. Paces Ferry Rd.	2010 Policy Commercial Excess	\$0

	Contract Counterparties	Name of Contract	Contract Date	Notice Address	Brief Summary	Cure Amount
	Boston Generating, LLC			St. 1800 Atlanta, GA 30326-1160	Liability Insurance Policy No. NHA053918 Renewal of NHA050090	
10.	ACE American Insurance Company Boston Generating, LLC	Underground Storage Tank Liability Policy*	9/01/2010 to 9/01/2011	ACE American Insurance Company Attn: President or General Counsel 436 Walnut Street P.O. Box 1000 Philadelphia, PA 19106	2010 Policy Underground Storage Tank Insurance Policy Policy Number G21833277006	\$0
11.	Factory Mutual Insurance Company Boston Generating, LLC	Mutual Corporation Non-Assessable Policy*	November 30, 2010	Factory Mutual Insurance Company Attn: President or General Counsel P.O. Box 7500 Johnston, Rhode Island 02919	2010 Policy Covers all risks of physical loss or damage to property/ Business Interruption Insurance	\$0

* Represents an Executory Contract that the Debtors entered into postpetition, and therefore the Debtors are only seeking to assign these Executory Contracts to the Buyer or its affiliate.